

PROOF OF CLAIM
GU 07409101

Name of Debtors <input checked="" type="checkbox"/> Stage Stores, Inc., a Delaware corporation Specialty Retailers, Inc., a Texas corporation Specialty Retailers, Inc. (NV), a Nevada corporation	Case Number 00-35078-H2-11 00-85079-H2-11 00-35080-H2-11	Creditor ID#: 788-10601 United States Bankruptcy Court Southern District of Texas FILED AUG 16 2000 Michael N. Milby, Clerk
*place an "x" beside the name of the Debtor you are filing a claim against		
Name of Creditor (The person or other entity to whom the debtor owes money or property): Cede & Co.	Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.	
Name and address where notices should be sent: *****AUTO**ALL FOR AADC 100 Cede & Co. PO Box 20 Bowling Green Station New York NY 10274-0020 [Barcode]	Check box if you have never received any notices from the bankruptcy court in this case Check box if the address differs from the address on the envelope sent to you by the court.	
Account or other number by which creditor identifies debtor:	Check here _____ replaces if this claim _____ amends a previously filed claim, dated: _____	
1. Basis for Claim ____ Goods sold ____ Services performed ____ Money loaned ____ Personal injury/wrongful death ____ Taxes <input checked="" type="checkbox"/> Other <u>Common Stock</u>	____ Retiree benefits as defined in 11 U.S.C. § 1114(a) ____ Wages, salaries, and compensation (Fill out below) Your SS#: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)	
2. Date debt was incurred:	3. If court judgment, date obtained:	
4. Total Amount of Claim at Time Case Filed: \$ _____ If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below. ____ Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
5. Secured Claim. ____ Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: ____ Real Estate ____ Motor Vehicle ____ Other All personal and intangible property of Debtor's Estate Value of Collateral: \$ _____ Amount of arrearage and other charges at time case filed included in secured claim, if any \$ _____	6. Unsecured Priority Claim. Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: ____ Wages, salaries, or commissions (up to \$4,300)* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3) ____ Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). ____ Up to \$1,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). ____ Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). ____ Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). ____ Other - Specify applicable paragraph of 11 U.S.C. § 507(e-____). *Amounts are subject to adjustment on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.	
7. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		This Space Is For Creditors Only 001364
8. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.		
9. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		
Date 8/8/00	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): A. Kenneth Givens 410 529 7210	
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.		

Bear Stearns Securities Corp
Acct # 86203423